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320 Osceola Avenue  
Jacksonville Beach, FL 32250  
Phone 904/241-2533  
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320 Osceola Ave

October 22, 1998

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-10/26/98--01074--016

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

\*\*\*\*\*43.75 \*\*\*\*\*43.75

Dear Sir or Madam:

Enclosed are the Articles of Amendment for Passport to Homes, Inc., who is wishing to change the name of the corporation to Buy Homes Direct, Inc. Also, enclosed is a check for \$43.75 (\$35.00 filing fee and \$8.75 for certified copy) made out to Department of State for the appropriate fee.

Please direct all correspondence to our office at the address shown above. If there are any questions or concerns, please feel free to contact me.

Sincerely,

Debbie Carter

Debbie Carter  
Corporate Affairs Officer

FILED  
98 OCT 26 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NGHAM  
DRG  
10-29

**ARTICLES OF AMENDMENT  
OF  
PASSPORT TO HOMES, INC.**

**ARTICLE I - NAME**

The name of the corporation is:

**PASSPORT TO HOMES, INC.**

**FILED**  
98 OCT 26 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II - TEXT**

Pursuant to The Florida General Corporation Act, Chapter 607 of the Florida Statutes, specifically paragraph 607.1006, the aforementioned corporation desires to amend its original Articles of Incorporation to change its name.

**ARTICLE III - NEW NAME**

The new name of the corporation shall be:

**BUY HOMES DIRECT, INC.**

**ARTICLE IV - NATURE OF BUSINESS**

The specific nature of business to be transacted by this corporation is to engage in services and activities associated with decision making in the public and private sector.

**ARTICLE V - REGISTERED AGENT**

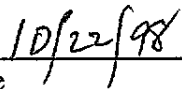
The name of the registered agent will change from Brian Dorrien to Steven E. Carter of 1045 Old Hickory Road in Jacksonville, Florida 32207.

Signature

  
Steven E. Carter, President

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
Steven E. Carter

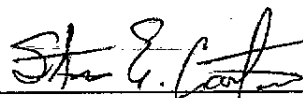
  
\_\_\_\_\_  
Date

#### ARTICLE VI - AUTHORITY

This amendment was adopted by the provisions of the original Articles of Incorporation wherein said amendment has been approved by the undersigned Director and the shareholders at a shareholder meeting held on October 9, 1998.

#### ARTICLE V - EFFECTIVE DATE

The effective date of this Amendment shall be October 9, 1998.

  
\_\_\_\_\_  
Steven E. Carter, President